### WHAT IS CLAIMED IS:

### 1. A compound of the formula

5 or a pharmaceutically acceptable salt, hydrate, or prodrug thereof, wherein:

X is N or  $CR^{14}$ ;

R<sup>1</sup> is selected from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, cyano, halo, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>; C<sub>1</sub>-C<sub>6</sub> cyanoalkyl, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>;

 $R^2$  is H,

 $C_1$ - $C_6$  alkyl which optionally forms a  $C_3$ - $C_6$  aminocarbocycle or a  $C_2$ - $C_5$  aminoheterocycle with A or B, each of which is optionally substituted with  $R^7$ ,

C<sub>3</sub>-C<sub>10</sub> cycloalkyl, or

(C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl; or

R<sup>2</sup> and R<sup>6</sup> jointly with the 2 nitrogen atoms to which they are bound, form a C<sub>2</sub>-C<sub>5</sub> aminoheterocycle optionally substituted with R<sup>7</sup>, or

R<sup>2</sup> and A jointly form a C<sub>3</sub>-C<sub>6</sub> aminocarbocycle or a C<sub>2</sub>-C<sub>5</sub> aminoe heterocycle optionally substituted at with R<sup>7</sup>;

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A represents an alkyl chain of 1,2, or 3 carbon atoms which is optionally mono- or disubstituted at each carbon with substituents independently selected from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkenyl, C<sub>1</sub>-C<sub>6</sub> alkynyl, cyano, halo, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>; C<sub>1</sub>-C<sub>6</sub> cyanoalkyl, NR<sup>8</sup>R<sup>9</sup>, and C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, or

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A and B jointly form a C<sub>3</sub>-C<sub>6</sub> carbocycle, optionally substituted at each atom with R<sup>7</sup>;

- B represents an alkyl chain of 1,2 or 3 carbons atoms, which is optionally mono- or disubstituted at each carbon with substituents independently selected from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, cyano, halo, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>; C<sub>1</sub>-C<sub>6</sub> cyanoalkyl, NR<sup>8</sup>R<sup>9</sup>, and C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, or
- B and R<sup>2</sup> jointly form a C<sub>3</sub>-C<sub>6</sub> aminocarbocycle, which is optionally substituted at each atom with R<sup>7</sup>, or
- B and  $R^6$  jointly form a  $C_3$ - $C_6$  aminocarbocycle, which is optionally substituted at each atom with  $R^7$ ;
  - R<sup>3</sup> is selected from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, cyano, halo, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> cyanoalkyl, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>;
  - R<sup>4</sup> is selected from aryl or heteroaryl, each of which is substituted with 1 to 5 substituents independently selected from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkenyl, C<sub>1</sub>-C<sub>6</sub> alkynyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, trifluromethylsulfonyl, OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-COOR<sup>7</sup>, CN, C<sub>1</sub>-C<sub>6</sub> alkyl-CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), wherein at least one of the positions ortho or para to the point of attachment of the aryl or heteroaryl ring to the pyrazole is substituted;
- 25 R<sup>5</sup> is selected from:
  - C<sub>1</sub>-C<sub>6</sub> alkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, each of which is substituted with 1 to 5 groups independently selected at each occurrence from halo, C<sub>1</sub>-C<sub>2</sub> haloalkyl, oxo, OR<sup>7</sup>, cyano, NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, NR<sup>11</sup>COR<sup>12</sup>, NR<sup>11</sup>SO<sub>2</sub>R<sup>7</sup>;
- 30 Aryl( $C_1$ - $C_6$ )alkyl, heteroaryl( $C_1$ - $C_6$ )alkyl, aryl( $C_5$ - $C_8$ )cycloalkyl, or heteroaryl( $C_5$ - $C_8$ )cycloalkyl, each of which is optionally substituted with 1 to 5 substituents

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independently selected at each occurrence from  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  alkenyl, halogen,  $C_1$ - $C_6$  haloalkyl, trifluromethylsulfonyl,  $OR^7$ ,  $NR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $OR^7$ ,  $C_1$ - $C_6$  alkyl- $NR^8R^9$ ,  $CONR^8R^9$ ,  $COOR^7$ , CN,  $SO_2NR^8R^9$ ,  $SO_2R^7$ , aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), wherein any 2 adjacent substituents may be take together to form a  $C_3$ - $C_{10}$  cycloalkyl ring, a  $C_3$ - $C_{10}$  cycloalkyl ring or a heterocycloalkyl ring;

C<sub>3</sub>-C<sub>10</sub> cycloalkyl or C<sub>2</sub>-C<sub>9</sub> heterocycloalkyl containing one, two, or three O, S, or N atoms, each of which is optionally substituted with 1 to 6 substituents independently selected from  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_3$ - $C_{10}$  cycloalkenyl, ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$ alkyl, C1-C6 alkenyl, oxo, halogen, C1-C6 haloalkyl, OR7, NR8R9, (with the proviso that when two OR7 or NR8R9 substituents are geminally located on the same carbon  $\dot{R}^7$  is not H and the geminally located  $OR^7$  or  $NR^8R^9$  substitutuents can be taken together to form a C2-C4 ketal, oxazoline, oxazolidine, imidazoline, or imidazolidine heterocycle), C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, oxo, hydroximino, C<sub>1</sub>-C<sub>6</sub> alkoximino, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, heterocycloalkyl, aryl, heteroaryl, where aryl or heteroaryl is optionally substituted with 1 to 5 substituents independently selected at each occurrence from C1-C6 alkyl, C3-C10 cycloalkyl, C3-C10 cycloalkenyl, (C3-C10 cycloalkyl) C1-C6 alkyl, C1-C6 alkenyl, halogen, C1-C6 haloalkyl, trifluromethylsulfonyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), with the proviso that 2 adjacent substituents can optionally form together a C<sub>3</sub>-C<sub>10</sub> cycloalkyl ring, a C<sub>3</sub>-C<sub>10</sub> cycloalkenyl ring or a heterocycloalkyl ring;

aryl or heteroaryl, optionally substituted with 1 to 5 substituents independently selected at each occurrence from halogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkenyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, trifluromethylsulfonyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), wherein any 2 adjacent substituents may be taken together to form a C<sub>3</sub>-C<sub>10</sub> cycloalkyl ring, a C<sub>3</sub>-C<sub>10</sub> cycloalkenyl ring or a heterocycloalkyl ring;

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- 3- or 4-piperidinyl, 3-pyrrolidinyl, 3- or 4- tetrahydropyranyl, 3-tetrahydrofuranyl, 3- or 4-tetrahydropyranyl, 3- or 4-(1,1-dioxo) tetrahydrothiopyranyl, 1-azabicyclo[4.4.0]decyl, 8-azabicyclo[3.2.1]octanyl, norbornyl, quinuclidinyl, indolin-2-one-3-yl, 2-(methoximino)-perhydroazepin-6-yl, each optionally substituted with 1 to 5 substituents independently selected at each occurrence from R<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, CN, COOR<sup>7</sup> SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, and SO<sub>2</sub>R<sup>7</sup>;
- R<sup>6</sup> is selected from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, aryl(C<sub>1</sub>-C<sub>6</sub>)alkyl, heteroaryl(C<sub>1</sub>-C<sub>6</sub>)alkyl each of which is optionally substituted with 1 to 5 substituents independently from halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>13</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>13</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, and SO<sub>2</sub>R<sup>7</sup>;
  - R<sup>7</sup> is independently selected at each occurrence from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>3</sub> haloalkyl, or heterocycloalkyl, C<sub>1</sub>-C<sub>8</sub> alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, C<sub>1</sub>-C<sub>8</sub> alkanoyl, aroyl, heteroaroyl, aryl, heteroaryl, C<sub>1</sub>-C<sub>6</sub> arylalkyl or C<sub>1</sub>-C<sub>6</sub> heteroarylalkyl each optionally substituted with 1 to 5 substituents independently selected from halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>13</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>13</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>13</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, and SO<sub>2</sub>R<sup>13</sup>, with the proviso that when R<sup>7</sup> is SO<sub>2</sub>R<sup>13</sup>, R<sup>13</sup> cannot be H

 $R^8$  and  $R^9$  are independently selected at each occurrence from H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_2$ - $C_6$  alkenyl,  $C_3$ - $C_{10}$  cycloalkenyl,  $C_2$ - $C_6$  alkynyl, heterocycloalkyl,  $C_1$ - $C_8$  alkanoyl, aroyl, heteroaroyl, aryl, heteroaryl,  $C_1$ - $C_6$  arylalkyl or  $C_1$ - $C_6$  heteroarylalkyl, or  $R^8$  and  $R^9$ , taken together, can form a  $C_3$ - $C_6$  aminocarbocycle or a  $C_2$ - $C_5$  aminoheterocycle each of which is optionally substituted with  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_3$ - $C_{10}$  cycloalkenyl,  $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_3$  haloalkyl,

- R<sup>11</sup> is selected from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl;
- $R^{12}$  is selected from H, aryl, heteroaryl,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $(C_3$ - $C_{10}$  cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>3</sub>-C<sub>6</sub> aminocarbocycle, or C<sub>2</sub>-C<sub>5</sub> aminoheterocycle;
- R<sup>13</sup> is independently selected at each occurrence from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-10 C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl, with the proviso that when R<sup>7</sup> is SO<sub>2</sub>R<sup>13</sup>, R<sup>13</sup> cannot be H; and
  - R<sup>14</sup> is H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, C<sub>2</sub>-C<sub>4</sub> alkynyl, halo, or CN.
  - 2. A compound according to Claim 1, wherein

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- R<sup>5</sup> is phenyl, naphthyl, 2-,3-, or 4-pyridyl, 2-, 4- or 5-pyrimidinyl, triazinyl, 1-, 2- or 4imidazolyl, 2-, 4-, or 5-oxazolyl, isoxazolyl, indolyl, pyrazolyl, quinolyl, isoquinolyl, 2-, 4-, or 5-thiazolyl, benzothiadiazolyl, 1-, 3- or 4-pyrazolyl, 1-, 3- or 4-triazolyl, 2triazinyl, 2-pyrazinyl, 2-, or 3-furanyl, 2-, or 3-thienyl, 2-, or 3-benzothienyl, or 1-, 2or 5-tetrazolyl each of which is optionally substituted with 1 to 5 substituents independently selected from C1-C6 alkyl, C3-C10 cycloalkyl, C3-C10 cycloalkenyl, (C3-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkenyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, trifluromethylsulfonyl, OR7, NR8R9, C1-C6 alkyl-OR7, C1-C6 alkyl-NR8R9, CONR8R9, COOR<sup>7</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2oxo-1,3-oxazolidinyl), wherein 2 adjacent substituents may be taken together to form a cycloalkyl ring, a C<sub>3</sub>-C<sub>10</sub> cycloalkenyl ring or a heterocycloalkyl ring.
- 3. A compound according to Claim 1, wherein

X is N  $R^1$  is H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, or ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl; and  $R^6$  is H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, or ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl.

4. A compound according to Claim 1, wherein

5 X is N;

 $R^1$  is  $C_1$ - $C_6$  alkyl;

 $R^2$  is H or  $C_1$ - $C_6$  alkyl;

R<sup>3</sup> is C<sub>1</sub>-C<sub>6</sub> alkyl, trifluoromethyl, or C<sub>1</sub>-C<sub>6</sub>alkyl-O C<sub>1</sub>-C<sub>6</sub>alkyl; and

 $R^6$  is H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, or ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl.

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5. A compound according to Claim 1, wherein;

X is N;

 $R^1$  is  $C_1$ - $C_6$  alkyl;

R<sup>2</sup> is H or C<sub>1</sub>-C<sub>6</sub> alkyl;

R<sup>3</sup> is C<sub>1</sub>-C<sub>6</sub> alkyl, trifluoromethyl, or C<sub>1</sub>-C<sub>6</sub>alkyl-O C<sub>1</sub>-C<sub>6</sub>alkyl;

 $R^4$  is phenyl, mono, di, or trisubstituted with  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  alkenyl, halogen,  $C_1$ - $C_6$  haloalkyl, trifluromethylsulfonyl,  $OR^7$ ,  $C_1$ - $C_6$  alkyl- $OR^7$ ,  $NR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $NR^8R^9$ ,  $CONR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $CONR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $CONR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $C_1$ - $C_1$  alkyl- $CONR^8R^9$ ,  $C_1$ - $C_2$  alkyl- $CONR^9$ ,  $C_1$ -

 $R^6$  is H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, or ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl; and  $R^7$ ,  $R^8$ , and  $R^9$  are as defined in Claim 1.

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6. A compound according to Claim 1, wherein:

X is N;

 $R^1$  is  $C_1$ - $C_6$  alkyl;

 $R^2$  is H or  $C_1$ - $C_6$  alkyl;

30  $R^3$  is  $C_1$ - $C_6$  alkyl, trifluoromethyl, or  $C_1$ - $C_6$ alkyl-O  $C_1$ - $C_6$ alkyl;

 $R^4$  is phenyl, mono, di, or trisubstituted with  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  alkenyl, halogen,  $C_1$ - $C_6$  haloalkyl, trifluromethylsulfonyl,  $OR^7$ ,  $C_1$ - $C_6$  alkyl- $OR^7$ ,  $NR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $NR^8R^9$ ,  $CONR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $CONR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $COOR^7$ ,  $C_1$ - $C_6$  alkyl-CN,  $C_1$ - $C_1$ - $C_2$  alkyl-CN,  $C_1$ - $C_2$ - $C_1$ - $C_2$ - $C_2$ - $C_2$ - $C_1$ - $C_2$ - $C_2$ - $C_2$ - $C_2$ - $C_2$ - $C_3$ - $C_3$ - $C_4$ - $C_5$ - $C_$ 

 $R^5$  is

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C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub>cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, each of which is substituted with 1 to 5 groups independently selected at each occurrence from halo, C<sub>1</sub>-C<sub>2</sub> haloalkyl, OR<sup>7</sup>, cyano, NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, NR<sup>11</sup>COR<sup>12</sup>, NR<sup>11</sup>SO<sub>2</sub>R<sup>7</sup>; or

3- or 4-piperidinyl, 3-pyrrolidinyl, 3- or 4- tetrahydropyranyl, 3-tetrahydrofuranyl, 3- or 4- tetrahydropyranyl, 3- tetrahydrofuranyl, 3- or 4-tetrahydrothiopyranyl, 3- or 4-(1,1-dioxo) tetrahydrothiopyranyl, 1-azabicyclo[4.4.0]decyl, 8-azabicyclo[3.2.1]octanyl, norbornyl, quinuclidinyl, indolin-2-one-3-yl, 2-(methoximino)-perhydroazepin-6-yl, each optionally substituted with 1 to 5 substituents independently selected at each occurrence from R<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, CN, COOR<sup>7</sup> SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, and SO<sub>2</sub>R<sup>7</sup>;

 $R^6$  is H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, or ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl; and  $R^7$ ,  $R^8$ ,  $R^9$ ,  $R^{11}$ , and  $R^{12}$  are as defined in Claim 1.

25 7. A compound according to Claim 1, wherein;

X is CH,

 $R^1$  is H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, or ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl; and  $R^6$  is H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, or ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl.

30 8. A compound according to Claim 1, wherein: X is CH;

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R^1 is C_1-C_6 alkyl; 
 R^2 is H or C_1-C_6 alkyl; 
 R^3 is C_1-C_6 alkyl, trifluoromethyl, or C_1-C_6alkyl-O C_1-C_6alkyl; and 
 R^6 is H, C_1-C_6 alkyl, C_3-C_{10} cycloalkyl, or (C_3-C_{10} cycloalkyl) C_1-C_6 alkyl.
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9. A compound according to Claim 1, wherein;

X is CH;

 $R^1$  is  $C_1$ - $C_6$  alkyl;

 $R^2$  is H or  $C_1$ - $C_6$  alkyl;

10 R<sup>3</sup> is C<sub>1</sub>-C<sub>6</sub> alkyl, trifluoromethyl, or C<sub>1</sub>-C<sub>6</sub>alkyl-O C<sub>1</sub>-C<sub>6</sub>alkyl;

 $R^4$  is phenyl, mono, di, or trisubstituted with  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  alkenyl, halogen,  $C_1$ - $C_6$  haloalkyl, trifluromethylsulfonyl,  $OR^7$ ,  $C_1$ - $C_6$  alkyl- $OR^7$ ,  $NR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $NR^8R^9$ ,  $CONR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $COOR^7$ ,  $C_1$ - $C_6$  alkyl- $COOR^7$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $COOR^7$ ,  $C_1$ - $C_6$  alkyl- $COOR^7$ ,  $C_1$ - $C_6$  alkyl- $COOR^7$ ,  $C_1$ - $C_6$  alkyl- $COOR^7$ , aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), wherein at least one of the positions ortho or para to the point of attachment of the aryl or heteroaryl ring to the pyrazole is substituted,

 $R^6$  is H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, or ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl; and  $R^7$ ,  $R^8$ , and  $R^9$  are as defined in Claim 1.

10. A compound according to Claim 1, wherein:

X is CH;

 $R^1$  is  $C_1$ - $C_6$  alkyl;

R<sup>2</sup> is H or C<sub>1</sub>-C<sub>6</sub> alkyl;

25  $R^3$  is  $C_1$ - $C_6$  alkyl, trifluoromethyl, or  $C_1$ - $C_6$ alkyl-O  $C_1$ - $C_6$ alkyl;

 $R^4$  is phenyl, mono, di, or trisubstituted with  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  alkenyl, halogen,  $C_1$ - $C_6$  haloalkyl, trifluromethylsulfonyl,  $OR^7$ ,  $C_1$ - $C_6$  alkyl- $OR^7$ ,  $NR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $NR^8R^9$ ,  $CONR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $CONR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $COOR^7$ ,  $C_1$ - $C_6$  alkyl- $COOR^7$ ,  $C_1$ - $C_6$  alkyl- $CONR^8R^9$ ,  $C_1$ - $C_1$ - $C_2$  alkyl- $CONR^8R^9$ ,  $C_1$ - $C_2$  alkyl- $CONR^9$ 

30 heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), wherein at least one of the

R<sup>5</sup> is

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positions ortho or para to the point of attachment of the aryl or heteroaryl ring to the pyrazole is substituted,

C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub>cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, each of which is substituted with 1 to 5 groups independently selected at each occurrence from halo, C<sub>1</sub>-C<sub>2</sub> haloalkyl, OR<sup>7</sup>, cyano, NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, NR<sup>11</sup>COR<sup>12</sup>, NR<sup>11</sup>SO<sub>2</sub>R<sup>7</sup>; or

3- or 4-piperidinyl, 3-pyrrolidinyl, 3- or 4- tetrahydropyranyl, 3-tetrahydrofuranyl, 3- or 4- tetrahydropyranyl, 3- tetrahydrofuranyl, 3- or 4-tetrahydrothiopyranyl, 3- or 4-(1,1-dioxo) tetrahydrothiopyranyl, 1-azabicyclo[4.4.0]decyl, 8-azabicyclo[3.2.1]octanyl, norbornyl, quinuclidinyl, indolin-2-one-3-yl, 2-(methoximino)-perhydroazepin-6-yl, each optionally substituted with 1 to 5 substituents independently selected at each occurrence from R<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, CN, COOR<sup>7</sup> SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, and SO<sub>2</sub>R<sup>7</sup>;

 $R^6$  is H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, or ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl; and  $R^7$ ,  $R^8$ ,  $R^9$ ,  $R^{11}$ , and  $R^{12}$  are as defined in Claim 1.

- 11. A method for treating eating disorders and cardiovascular disorders comprising administering to a patient suffering from an eating disorder or cardiovascular disorder a compound according to Claim 1.
- 12. A pharmaceutical composition comprising a compound according to Claims 1 and a pharmaceutically acceptable carrier.
  - 13. A packaged pharmaceutical composition comprising the pharmaceutical composition of Claim 12 in a container and comprising instructions for using the composition to treat a patient suffering from an eating disorder or hypertension.
  - 14. A method for localizing NPY receptors in tissue section samples comprising:

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contacting with a sample of tissue a detectably-labeled compound of Claim 1 under conditions that permit binding of the compound to the sample of tissue; washing the tissue sample to remove unbound compound; and detecting the bound compound.

- 15. The method of Claim 14, wherein the compound is radiolabeled.
- 16. A method of inhibiting the binding of NPY to the NPY1 receptor, which method comprises contacting, in the presence of NPY, a solution comprising a compound of Claim 1 with cells expressing the NPY1 receptor, wherein the compound is present in the solution at a concentration sufficient to reduce levels of NPY binding to cells expressing the NPY1 receptor in vitro.
- 17. A method for altering the signal-transducing activity of a cell surface NPY1 receptor, said method comprising contacting cells expressing such a receptor with a solution comprising a compound according to Claim 1, wherein the compound is present in the solution at a concentration sufficient to reduce levels of NPY binding to cells expressing the NPY1 receptor in vitro.
- 18. A compound according to any one of Claim 1 wherein in an assay of NPY binding the compound exhibits an K<sub>i</sub> of 1 micromolar or less.
- 19. A compound according to any one of Claim 1 wherein in an assay of NPY binding the compound exhibits an  $K_i$  of 100 nanomolar or less.
- 20. A compound according to any one of Claim 1 wherein in an assay of NPY binding the compound exhibits an K<sub>i</sub> of 100 nanomolar 10 nanomolar or less.
  - 21. A method for treating obesity or bulimia nervosa which comprises administering an effective amount of a compound according to Claims 1 to a patient in need thereof.
- 30 22. A method for treating hypertension which comprises administering an effective amount of a compound according to Claim 1 to a patient in need thereof.

wherein:

5  $X \text{ is N or } CR^{14}$ ;

 $R^1$  is selected from H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_6$  ycloalkyl, ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_2$ - $C_6$  alkynyl, cyano, halo,  $C_1$ - $C_6$  haloalkyl,  $OR^7$ ,  $C_1$ - $C_6$  alkyl- $OR^7$ ;  $C_1$ - $C_6$  cyanoalkyl,  $NR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $NR^8R^9$ ;

 $R^2$  is H.

 $C_1$ - $C_6$  alkyl which optionally forms a  $C_3$ - $C_6$  aminocarbocycle or a  $C_2$ - $C_5$  aminoheterocycle with A or B, each optionally substituted at each occurrence with  $R^7$ ,

C<sub>3</sub>-C<sub>10</sub> cycloalkyl, or

(C<sub>3</sub>- C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl;

or  $R^2$  and  $R^6$  jointly form with the 2 nitrogen atoms to which they are bound form a  $C_2$ - $C_5$  aminoheterocycle optionally substituted at each occurrence with  $R^7$ ;

A is (CH<sub>2</sub>)<sub>m</sub>, where m is 1,2 or 3 and is optionally mono- or di-substituted on each occurrence with C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, cyano, halo, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>; C<sub>1</sub>,-C<sub>6</sub> cyanoalkyl, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, or A and B jointly form a C<sub>3</sub>-C<sub>6</sub> carbocycle, optionally substituted at each occurrence with R<sup>7</sup>,

or, A and R<sup>2</sup> jointly form a C<sub>3</sub>-C<sub>6</sub> aminocarbocycle or a C<sub>2</sub>-C<sub>5</sub> aminoheterocycle optionally substituted at each occurrence with R<sup>7</sup>;

aminoheterocycle optionally substituted at each occurrence with R<sup>7</sup>;

B is  $(CH_2)_n$ , where n is 1,2 or 3 and is optionally mono- or di-substituted on each occurrence with  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $(C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_2$ - $C_6$  alkenyl,

 $C_2$ - $C_6$  alkynyl, cyano, halo,  $C_1$ - $C_6$  haloalkyl,  $OR^7$ ,  $C_1$ - $C_6$  alkyl- $OR^7$ ;  $C_1$ - $C_6$  cyanoalkyl,  $NR^8R^9$ , and  $C_1$ - $C_6$  alkyl- $NR^8R^9$ ;

or, as mentioned above, B an A jointly form a  $C_3$ - $C_6$  carbocycle, optionally substituted at each occurrence with  $\mathbb{R}^7$ 

- or, as mentioned above, B and R<sup>2</sup> jointly form a C<sub>1</sub>-C<sub>6</sub> aminocarbocycle or a C<sub>2</sub>-C<sub>5</sub> aminoheterocycle optionally substituted at each occurrence with R<sup>7</sup>;

  R<sup>3</sup> is selected from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, cyano, halo, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> cyanoalkyl, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-N<sup>R</sup>R<sup>9</sup>;
  - R<sup>4</sup> is selected from aryl or heteroaryl, each of which is substituted with 1 to 5 substituents independently selected from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkenyl, C<sub>1</sub>-C<sub>6</sub> alkynyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, trifluromethylsulfonyl, OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-COOR<sup>7</sup>, CN, C<sub>1</sub>-C<sub>6</sub> alkyl-CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), wherein at least one of the positions ortho or para to the point of attachment of the aryl or heteroaryl ring to the pyrazole is substituted;

### R<sup>5</sup> is selected from:

- C<sub>1</sub>-C<sub>6</sub> alkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, each of which is substituted with 1 to 5 groups independently selected at each occurrence from halo, C<sub>1</sub>-C<sub>2</sub> haloalkyl, oxo, OR<sup>7</sup>, cyano, NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, NR<sup>11</sup>COR<sup>12</sup>, NR<sup>11</sup>SO<sub>2</sub>R<sup>7</sup>;
- Aryl(C<sub>1</sub>-C<sub>6</sub>)alkyl, heteroaryl(C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl(C<sub>5</sub>-C<sub>8</sub>)cycloalkyl, or heteroaryl(C<sub>5</sub>-C<sub>8</sub>)cycloalkyl, where aryl is phenyl or naphthyl, and heteroaryl is 2-, 3- or 4-pyridyl, 2-, 4-, or 5- pyrimimidinyl, triazinyl, 1-, 2-, or 4-imidazolyl 2-, 4-, or 5-oxazolyl, isoxazolyl~ indolyl, pyrazolyl, quinolyl, isoquinolyl, 2-, 4-, or 5-thiazolyl, benzothiadiazolyl, 1-, 3- or 4- pyrazolyl, 1-, 3- or 4-triazolyl, 2-triazinyl, 2-pyrazinyl, 2-, or 3-furanyl, 2-, or 3-thienyl, 2-, or 3-benzothienyl, or 1-, 2- or 5-tetrazolyl, each of which is optionally substituted with 1 to 5 substituents independently selected at each

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occurrence from  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_3$ - $C_{10}$  cycloalkenyl,  $(C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  alkenyl, halogen,  $C_1$ - $C_6$  haloalkyl, trifluoromethylsulfonyl,  $OR^7$ ,  $NR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $OR^7$ ,  $C_1$ - $C_6$  alkyl- $NR^8R^9$ ,  $CONR^8R^9$ ,  $COOR^7$ , CN,  $SO_2NR^8R^9$ ,  $SO_2R^7$ , aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), wherein any 2 adjacent substituents may be take together to form a  $C_3$ - $C_{10}$  cycloalkyl ring, a  $C_3$ - $C_{10}$  cycloalkenyl ring or a heterocycloalkyl ring;

C<sub>3</sub>-C<sub>10</sub> cycloalkyl optionally substituted with 1 to 6 substituents independently selected from  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_3$ - $C_{10}$  cycloalkenyl, ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl, C<sub>1</sub>-C<sub>6</sub> alkenyl, oxo, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, (with the proviso that when two OR7 or NR8R9 substituents are geminally located on the same carbon R7 is not H and the geminally located OR7 or NR8R9 substitutuents can be taken together to form a C2-C4 ketal, oxazoline, oxazolidine, imidazoline, or imidazolidine heterocycle), C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, oxo, hydroximino, C<sub>1</sub>-C<sub>6</sub> alkoximino, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, heterocycloalkyl, aryl, heteroaryl, where aryl or heteroaryl is optionally substituted with 1 to 5 substituents independently selected at each occurrence from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkenyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, trifluromethylsulfonyl, OR7, NR8R9, C1-C6 alkyl-OR7, C1-C6 alkyl-NR8R9, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), with the proviso that 2 adjacent substituents can optionally form together a C<sub>3</sub>-C<sub>10</sub> cycloalkyl ring, a C<sub>3</sub>-C<sub>10</sub> cycloalkenyl ring or a heterocycloalkyl ring;

aryl or heteroaryl, optionally substituted with 1 to 5 substituents independently selected at each occurrence from halogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkenyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, trifluromethylsulfonyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), wherein any 2 adjacent substituents may be taken together to form a C<sub>3</sub>-C<sub>10</sub> cycloalkyl ring, a C<sub>3</sub>-C<sub>10</sub> cycloalkenyl ring or a heterocycloalkyl ring;

or

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3- or 4-piperidinyl, 3-pyrrolidinyl, 3- or 4- tetrahydropyranyl, 3-tetrahydrofuranyl, 3- or 4-tetrahydropyranyl, 3- or 4-(1,1-dioxo) tetrahydrothiopyranyl, 1-azabicyclo[4.4.0]decyl, 8-azabicyclo[3.2.1]octanyl, norbornyl, quinuclidinyl, indolin-2-one-3-yl, 2-(methoximino)-perhydroazepin-6-yl, each optionally substituted with 1 to 5 substituents independently selected at each occurrence from R<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, CN, COOR<sup>7</sup> SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, and SO<sub>2</sub>R<sup>7</sup>;

 $R^6$  is selected from H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $(C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_2$ - $C_4$  alkenyl, aryl( $C_1$ - $C_6$ )alkyl, heteroaryl( $C_1$ - $C_6$ )alkyl each of which is optionally substituted with 1 to 5 substituents independently from halogen,  $C_1$ - $C_6$  haloalkyl,  $OR^{13}$ ,  $NR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $OR^{13}$ ,  $C_1$ - $C_6$  alkyl- $NR^8R^9$ ,  $CONR^8R^9$ ,  $COOR^7$ , CN,  $SO_2NR^8R^9$ , and  $SO_2R^7$ ;

or  $R^6$  and  $R^2$  jointly form with the two nitrogens to which they are bound a  $C_2 - C_5$  aminocarbocycle optionally substituted at each occurrence by  $R^7$ ;

R<sup>7</sup> is independently selected at each occurrence from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>3</sub> haloalkyl, or heterocycloalkyl, C<sub>1</sub>-C<sub>8</sub> alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, C<sub>1</sub>-C<sub>8</sub> alkanoyl, aroyl, heteroaroyl, aryl, heteroaryl, C<sub>1</sub>-C<sub>6</sub> arylalkyl or C<sub>1</sub>-C<sub>6</sub> heteroarylalkyl each optionally substituted with 1 to 5 substituents independently selected from halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>13</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>13</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>13</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, and SO<sub>2</sub>R<sup>13</sup>, with the proviso that when R<sup>7</sup> is SO<sub>2</sub>R<sup>13</sup>, R<sup>13</sup> cannot be H;

R<sup>8</sup> and R<sup>9</sup> are independently selected at each occurrence from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, heterocycloalkyl, C<sub>1</sub>-C<sub>8</sub> alkanoyl, aroyl, heteroaroyl, aryl, heteroaryl, C<sub>1</sub>-C<sub>6</sub> arylalkyl or C<sub>1</sub>-C<sub>6</sub> heteroarylalkyl, or R<sup>8</sup> and R<sup>9</sup>, taken together, can form a C<sub>3</sub>-C<sub>6</sub> aminocarbocycle or a C<sub>2</sub>-C<sub>5</sub> aminoheterocycle each of which is optionally substituted with C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>1</sub>-C<sub>5</sub> alkyl, C<sub>1</sub>-C<sub>3</sub> haloalkyl,

or heterocycloalkyl,  $C_1$ - $C_8$  alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl,  $C_1$ - $C_8$  alkanoyl, aroyl, heteroaroyl, aryl, heteroaryl,  $C_1$ - $C_6$  arylalkyl or  $C_1$ - $C_6$  heteroarylalkyl;  $R^{11}$  is selected from H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $(C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl;

- 5 R<sup>12</sup> is selected from H, aryl, heteroaryl, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, optionally substituted with OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>3</sub>-C<sub>6</sub> aminocarbocycle, or C<sub>2</sub>-C<sub>5</sub> aminoheterocycle;
- $R^{13}$  is independently selected at each occurrence from H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_2$ - $C_6$  alkenyl,  $C_2$ - $C_6$  alkynyl,  $C_1$ - $C_6$  haloalkyl, with the proviso that when  $R^7$  is  $SO_2R^{13}$ ,  $R^{13}$  cannot be H; and

 $R^{14}$  is H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_2$ - $C_4$  alkenyl,  $C_2$ - $C_4$  alkynyl, halo, or CN.

or a pharmaceutically acceptable salt, hydrate or prodrug thereof.

24. A compound in accordance with formula I

or a pharmaceutically acceptable salt, hydrate or prodrug thereof

wherein:

 $X \text{ is } N \text{ or } CR^{14};$ 

 $R^1$  is selected from H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_6$  ycloalkyl, ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_2$ - $C_6$  alkynyl, cyano, halo,  $C_1$ - $C_6$  haloalkyl,  $OR^7$ ,  $C_1$ - $C_6$  alkyl- $OR^7$ ;  $C_1$ - $C_6$  cyanoalkyl,  $NR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $NR^8R^9$ ;

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 $R^2$  is H,  $C_1 - C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl or ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1 - C_6$  alkyl, wherein each alkyl or cycloalkyl group may be optionally substituted with 1 to 3  $R^{7a}$  groups;

R<sup>2</sup> may optionally join with R<sup>5</sup> and the two and the 2 nitrogen atoms to which they are bound to form a 6 to 10 membered heterocyclic ring optionally substituted at each carbon with R<sup>7a</sup>

or  $R^2$  and A may optionally join to form a 3 to 8 membered heterocyclic ring optionally substituted at each carbon with  $R^{7a}$ ; or

or  $R^2$  and B optionally join to form a 4 to 10 membered heterocyclic ring optionally substituted at each carbon with  $R^{7a}$  or

A represents an alkyl chain of 1, 2 or 3 carbon atoms which is optionally mono- or di-substituted at each carbon with substituents independently selected from  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $(C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_2$ - $C_6$  alkenyl,  $C_2$ - $C_6$  alkynyl, cyano, halo,  $C_1$ - $C_6$  haloalkyl,  $OR^7$ ,  $C_1$ - $C_6$  alkyl- $OR^7$ ;  $C_1$ - $C_6$  cyanoalkyl,  $NR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $NR^8R^9$ , or A and B jointly form a  $C_3$ - $C_6$  carbocycle, optionally substituted at each occurrence with  $R^{7a}$ ;

B represents an alkyl chain of 1, 2 or 3 carbons atoms, which is optionally mono- or disubstituted at each carbon with substituents independently selected from

B represents an alkyl chain of 1,2 or 3 carbons atoms, which is optionally mono- or disubstituted at each carbon with substituents independently selected from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, cyano, halo, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>; C<sub>1</sub>-C<sub>6</sub> cyanoalkyl, NR<sup>8</sup>R<sup>9</sup>, and C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, or

B and R<sup>5</sup> may jointly form a 4 to 7 membered heterocyclic ring, which is optionally substituted at each atom with R<sup>7a</sup>;

 $R^3$  is selected from H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_2$ - $C_6$  alkynyl, cyano, halo,  $C_1$ - $C_6$  haloalkyl,  $OR^7$ ,  $C_1$ - $C_6$  alkyl- $OR^7$ ,  $C_1$ - $C_6$ 

25 cyanoalkyl,  $NR^8R^9$ ,  $C_1$ - $C_6$  alkyl- $N^RR^9$ ;

R<sup>4</sup> is selected from aryl or heteroaryl, each of which is substituted with 1 to 5 substituents independently selected from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkenyl, C<sub>1</sub>-C<sub>6</sub> alkynyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, trifluromethylsulfonyl, OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-COOR<sup>7</sup>, CN, C<sub>1</sub>-C<sub>6</sub> alkyl-CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-

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oxazolidinyl), C<sub>2</sub>-C<sub>4</sub> alkynyl wherein at least one of the positions ortho or para to the point of attachment of the aryl or heteroaryl ring to the pyrazole is substituted;

R<sup>5</sup> is selected from:

- C<sub>1</sub>-C<sub>6</sub> alkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, each of which is substituted with 1 to 5 groups independently selected at each occurrence from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub>, cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub>, alkenyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, (with the proviso that when two OR<sup>7</sup> or NR<sup>8</sup>R<sup>9</sup> substituents are geminally located on the same carbon R<sup>7</sup> is not H and the geminally located OR<sup>7</sup> or NR<sup>8</sup>R<sup>9</sup> substitutuents can be taken together to form a C2-C4 ketal, oxazoline, oxazolidine, imidazoline, or imidazolidine heterocycle), C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, oxo, hydroximino, C<sub>1</sub>-C<sub>6</sub> alkoximino, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, heterocycloalkyl, aryl, heteroaryl, where aryl or heteroaryl is optionally substituted with 1 to 5 substituents independently selected at each occurrence from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, trifluromethylsulfonyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sub>7</sub>, C<sub>1</sub>-C<sub>6</sub> alkyl NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), with the proviso that 2 adjacent substituents can optionally form together a C<sub>3</sub>-C<sub>10</sub>, cycloalkyl ring, a C<sub>3</sub>-C<sub>10</sub> cycloalkenyl ring or a heterocycloalkyl ring; with the proviso that C<sub>1</sub>-C<sub>6</sub> alkyl group is substituted with a C<sub>1</sub>-C<sub>6</sub> alkyl group to give a C<sub>7</sub>-C<sub>10</sub> alkyl group
- Aryl(C<sub>1</sub>-C<sub>6</sub>) alkyl, heteroaryl(C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl(C<sub>5</sub>-C<sub>8</sub>)cycloalkyl, or heteroaryl(C<sub>5</sub>-C<sub>8</sub>)cycloalkyl, each of which is optionally substituted with 1 to 5 substituents independently selected at each occurrence from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkenyl, halogen, C<sub>1</sub>-C<sub>6</sub> cycloalkyl, trifluoromethylsulfonyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), wherein any 2 adjacent substituents may be take together to form a C<sub>3</sub>-C<sub>10</sub> cycloalkyl ring, a C<sub>3</sub>-C<sub>10</sub> cycloalkenyl ring or a heterocycloalkyl ring;

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C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, or a 3 to 10 membered mono- or bicyclic heterocycle containing 1-3 O, S or N atoms, each of which is optionally substituted with 1 to 6 substituents independently selected from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, (with the proviso that when two OR<sup>7</sup> or NR<sup>8</sup>R<sup>9</sup> substituents are geminally 5 located on the same carbon R<sup>7</sup> is not H and the geminally located OR<sup>7</sup> or NR<sup>8</sup>R<sup>9</sup> substitutuents can be taken together to form a C2-C4 ketal, oxazoline, oxazolidine, imidazoline, or imidazolidine heterocycle), C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, oxo, hydroximino, C<sub>1</sub>-C<sub>6</sub> alkoximino, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, COR<sup>7</sup>, heterocycloalkyl, aryl, C<sub>1</sub>-C<sub>6</sub> alkylaryl, heteroaryl, C<sub>1</sub>-C<sub>6</sub> alkylheteroaryl where aryl or 10 heteroaryl is optionally substituted with 1 to 5 substituents independently selected at each occurrence from C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, triflluromethylsulfonyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>,  $C_1\text{-}C_6 \text{ alkyl-OR}^7, C_1\text{-}C_6 \text{ alkyl-NR}^8 R^9, CONR^8 R^9, COOR^7, CN, S0_2NR^8 R^9, S0_2R^7, aryl,$ heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), with the proviso that 2 adjacent substituents can optionally form together a C<sub>3</sub>-C<sub>10</sub> cycloalkyl ring, a C<sub>3</sub>-C<sub>10</sub> cycloalkenyl ring or a heterocycloalkyl ring;

aryl or heteroaryl, optionally substituted with 1 to 5 substituents independently selected at each occurrence from halogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, trifluromethylsulfonyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R9, S02R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl), wherein any 2 adjacent substituents may be taken together to form a C<sub>3</sub>-C<sub>10</sub> cycloalkyl ring, a C<sub>3</sub>-C<sub>10</sub> cycloalkenyl ring or a heterocycloalkyl ring;

R<sup>6</sup> is selected from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, (C<sub>3</sub>-C<sub>10</sub> cycloalkyl) C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl,  $aryl(C_1-C_6)alkyl$ , heteroaryl $(C_1-C_6)alkyl$  each of which is optionally substituted with 1 to 5 substituents independently from halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>13</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>13</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN,  $SO_2NR^8R^9$ , and  $SO_2R^7$ ;

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- R<sup>7</sup> is independently selected at each occurrence from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>3</sub> haloalkyl, or heterocycloalkyl, aryl, heteroaryl, C<sub>1</sub>-C<sub>6</sub> arylalkyl or C<sub>1</sub>-C<sub>6</sub> heteroarylalkyl each optionally substituted with 1 to 5 substituents independently selected from halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>13</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>13</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>13</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, and SO<sub>2</sub>R<sup>13</sup>;
- R<sup>7a</sup> is independently selected at each occurrence from H, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>3</sub> haloalkyl, or heterocycloalkyl, C<sub>1</sub>-C<sub>8</sub> alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl, C<sub>1</sub>-C<sub>8</sub> alkanoyl, aroyl, heteroaroyl, aryl, heteroaryl, C<sub>1</sub>-C<sub>6</sub> arylalkyl or C<sub>1</sub>-C<sub>6</sub> heteroarylalkyl each optionally substituted with 1 to 5 substituents independently selected from halogen, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>13</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>13</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>13</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, and SO<sub>2</sub>R<sup>13</sup>, with the proviso that when R<sup>7a</sup> is SO<sub>2</sub>R<sup>13</sup>, R<sup>13</sup> cannot be H;
  - $R^8$  and  $R^9$  are independently selected at each occurrence from H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_2$ - $C_6$  alkenyl,  $C_3$ - $C_{10}$  cycloalkenyl,  $C_2$ - $C_6$  alkynyl, heterocycloalkyl,  $C_1$ - $C_8$  alkanoyl, , aroyl, heteroaroyl, aryl, heteroaryl,  $C_1$ - $C_6$  arylalkyl or  $C_1$ - $C_6$  heteroarylalkyl, or  $R^8$  and  $R^9$  taken together, can form a  $C_3$ - $C_6$  aminocarbocycle or a  $C_2$ - $C_5$  aminoheterocycle each of which isoptionally substituted with  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl, or heterocycloalkyl,  $C_1$ - $C_8$  alkylsulfonyl, arylsulfonyl, heteroarylsulfonyl,  $C_1$ - $C_8$  alkanoyl, aroyl, heteroaroyl, aryl, heteroaryl,  $C_1$ - $C_6$  arylalkyl or  $C_1$ - $C_6$  heteroarylalkyl;

 $R^{11} \ \text{is selected from H, $C_1$-$C_6$ alkyl, $C_3$-$C_{10}$ cycloalkyl, $(C_3$-$C_{10}$ cycloalkyl)$ $C_1$-$C_6$ alkyl;}$ 

- $R^{12}$  is selected from H, aryl, heteroaryl,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $(C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl, optionally substituted with  $OR^7$ ,  $NR^8R^9$ ,  $C_3$ - $C_6$  aminocarbocycle, or  $C_2$ - $C_5$  aminoheterocycle;
- $R^{13}$  is independently selected at each occurrence from H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl,  $(C_3$ - $C_{10}$  cycloalkyl,  $(C_3$ - $C_{10}$  cycloalkyl,  $(C_3$ - $C_{10}$  cycloalkyl,  $(C_3$ - $C_6$  alkenyl,  $(C_3$ - $C_6$  alkynyl,  $(C_3$ - $C_6$  haloalkyl, with the proviso that when  $R^7$  is for  $S_{10}^{0}$  cannot be H; and
- $R^{14}$  is H,  $C_1$ - $C_6$  alkyl,  $C_3$ - $C_{10}$  cycloalkyl, ( $C_3$ - $C_{10}$  cycloalkyl)  $C_1$ - $C_6$  alkyl,  $C_2$ - $C_4$  alkenyl,  $C_2$ - $C_4$  alkynyl, halo, or CN.
  - 25. A compound according to Claim 24, wherein  $R^{14}$  is H,  $C_1$ - $C_4$  alkyl, F or Cl.
  - 26. A Compound according to Claim 25, wherein

30

R' is H,  $C_1$ - $C_4$  alkyl, ( $C_3$ - $C_6$  cycloalkyl)  $C_1$ - $C_2$  alkyl, where the alkyl and cycloalkyl groups are optionally substituted with 1-3 fluorines.

 $R^3$  is H,  $C_1$ - $C_4$  alkyl, ( $C_3$ - $C_6$  cycloalkyl)  $C_1$ - $C_2$  alkyl, where the alkyl and cycloalkyl groups are optionally substituted with 1-3 fluorines.

A is  $CH_2$ , optionally substituted with one or two of the following: F,  $CF_3$ , or  $C_1$ - $C_3$  alkyl; B is a 1, 2 or 3 carbon chain, optionally substituted with one or two of the following: F,  $CF_3$ , or  $C_1$ - $C_3$  alkyl.

- 27. A Compound according to Claim 26, wherein .

  R<sup>4</sup> is phenyl, substituted with 2 or 3 substituents independently selected from C<sub>1</sub>-C<sub>3</sub> alkyl, C<sub>3</sub>-C<sub>6</sub> cycloalkyl, C<sub>3</sub>-C<sub>6</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>5</sub> cycloalkyl) C<sub>1</sub>-C<sub>2</sub> alkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, F, Cl, C<sub>1</sub> -C<sub>2</sub> fluorooalkyl, OR<sup>7</sup>, C<sub>1</sub>-C<sub>3</sub> alkyl-OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>3</sub> alkyl-CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, C<sub>2</sub>-C<sub>6</sub> alkynyl, wherein the phenyl ring is minimally 2,4 disubstituted.
  - 27. A Compound according to Claim 26, wherein

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R<sub>2</sub> is H;

R<sup>6</sup> is H;

 $R^4$  is phenyl, substituted with 2 or 3 substituents independently selected from  $C_1$ - $C_3$  alkyl,  $C_3$ - $C_6$  cycloalkyl,  $C_3$ - $C_6$  cycloalkenyl,  $C_2$ - $C_4$  alkenyl, F, Cl,  $CF_3$ ,  $CHF_2$ ,  $CH_2CF_3$ , OMe,  $OCF_3$ ,

- 5 OEt, OPr, OiPr, C<sub>2</sub>-C<sub>4</sub> alkyl OH, C<sub>2</sub>-C<sub>6</sub> alkynyl, wherein the phenyl ring is minimally 2,4 di-substituted.
  - 28. A Compound according to Claim 27, wherein

A is CH<sub>2:</sub>

10 B is CH<sub>2:</sub>

B and R<sub>5</sub> form a 5 to 7 membered heterocyclic ring, substituted on carbon with R<sup>7a</sup>, R<sup>7a</sup> is independently selected at each occurrence from H, C<sub>1</sub>-C<sub>3</sub> alkyl, C<sub>3</sub>-C<sub>6</sub> cycloalkyl, C<sub>3</sub>-C<sub>6</sub> cycloalkyl, C<sub>1</sub>-C<sub>2</sub> alkyl, C<sub>1</sub>-C<sub>2</sub> fluoroalkyl, heterocycloalkyl, C<sub>1</sub>-C<sub>4</sub> alkanoyl, aroyl, heteroaroyl, aryl, heteroaryl, C<sub>1</sub>-C<sub>2</sub> arylalkyl or C<sub>1</sub>-C<sub>2</sub> heteroarylalkyl each optionally substituted with 1 to 3 substituents independently selected from F, Cl, CF<sub>3</sub>, OR <sup>13</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>2</sub> alkyl-OR<sup>13</sup>, C<sub>1</sub>-C<sub>2</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>13</sup>, and CN; R<sup>8</sup> is H, C<sub>1</sub>-C<sub>3</sub> alkyl, CF<sub>3</sub> or CH<sub>2</sub>CF<sub>3</sub>.

 $R^9$  is H or  $C_1$ - $C_3$  alkyl.

R<sup>13</sup> is H, C<sub>1</sub>-C<sub>3</sub> alkyl, CF<sub>3</sub> or CH<sub>2</sub>CF<sub>3</sub>.

29. .A Compound according to Claim 27, wherein

A is CH<sub>2</sub>, optionally substituted with one or two of the following: F, CF<sub>3</sub>, or methyl, ethyl; isopropyl;

B is CH<sub>2</sub>, optionally substituted with one or two of the following: F, CF<sub>3</sub>,, methyl, ethyl, or

25 Isopropyl.

30. A Compound according to Claim 29, wherein

 $R^5$  is  $C_1$ - $C_7$ , alkyl,  $C_3$ - $C_6$ cycloalkyl, or  $C_3$ - $C_6$  cycloalkyl  $C_1$ - $C_2$  alkyl, substituted with F,  $CF_3$ ,  $OR^7$  or  $NR^8R^9$ ;

A is CH<sub>2</sub>, optionally substituted with methyl;

30 B is CH<sub>2</sub>, optionally substituted with methyl;

X is N or CH.

31. A compound according to Claim 30, wherein

R<sup>7</sup> is H, C<sub>1</sub>-C<sub>3</sub> alkyl, CF<sub>3</sub> or CH<sub>2</sub>CF<sub>3</sub>;

 $R^8$  is H,  $C_1$ - $C_3$  alkyl,  $CF_3$  or  $CH_2CF_3$ .

R<sup>9</sup> is H or C<sub>1</sub>-C<sub>3</sub> alkyl or NR<sup>8</sup>R<sup>9</sup> taken together to form a pyrrolidine, piperidine or morpholine ring.

32 .A Compound according to Claim 29, wherein

 $R^5$  is 3- or 4- tetrahydropyranyl, 3-tetrahydrofuranyl, 3- or 4-tetrahydrothiopyranyl, 3- or 4-cyclhexenyl, or 3-cyclopentenyl, optionally substituted with 1 or 2 substituents selected from  $C_1$ - $C_3$  alkyl;

10 A is  $CH_2$ , optionally substituted with methyl;

B is CH<sub>2</sub> optionally substituted with methyl; and

X is N or CH.

## 33. A Compound according to Claim 29, wherein

R<sup>5</sup> is 3- or 4-piperidinyl or 3-pyrrolidinyl, optionally substituted on 1 or 2 carbons with C<sub>1</sub>-C<sub>3</sub> alkyl, and one substituent on nitrogen from H, C<sub>1</sub>-C<sub>6</sub>, alkyl, C<sub>3</sub>-<sub>6</sub> cycloalkyl, C<sub>3</sub>-C<sub>6</sub> cycloalkyl, C<sub>1</sub>-C<sub>2</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> alkenyl, C<sub>1</sub>-C<sub>3</sub> fluoroalkyl, C<sub>2</sub>-C<sub>4</sub> alkyl-OR<sup>7</sup>, C<sub>2</sub>-C<sub>4</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, heterocycloalkyl, CO-C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, C<sub>1</sub>-C<sub>3</sub>, alkylaryl, heteroaryl, C<sub>1</sub>-C<sub>3</sub> alkylheteroaryl where aryl or heteroaryl is optionally substituted with 1 to 3 substituents independently selected at each occurrence from C<sub>1</sub>-C<sub>3</sub> alkyl, F, Cl, C<sub>1</sub>-C<sub>2</sub> fluoroalkyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>2</sub> alkyl-OR<sup>7</sup>, C<sub>1</sub>-C<sub>2</sub> alkyl-NR<sup>8</sup>R<sup>9</sup>, CONR<sup>8</sup>R<sup>9</sup>, COOR<sup>7</sup>, CN, SO<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, SO<sub>2</sub>R<sup>7</sup>, aryl, heteroaryl, heterocycloalkyl, 3-, 4-, or 5-(2-oxo-1,3-oxazolidinyl).

# 25 34. A Compound according to claim 33, wherein

 $R^5$  is 3- or 4-piperidinyl or 3-pyrrolidinyl, optionally substituted on nitrogen with H,  $C_1$ - $C_3$  alkyl,  $CH_2CF_3$ , acetyl, pyridyl, benzyl, methylenepyridyl, pyrimidinyl, or pyrazinyl, where the aryl or heteroaryl group is optionally substituted with 1 to 2 substituents independently selected at each occurrence from  $C_1$ - $C_3$ , alkyl, F, Cl,  $CF_3$ ,  $OR^7$ ,  $NR^8R^9$ .

R<sup>7</sup> is H, C<sub>1</sub>-C<sub>2</sub> alkyl, CF<sub>3</sub> or CH<sub>2</sub>CF<sub>3</sub>.

R<sup>8</sup> is H, C<sub>1</sub>-C<sub>2</sub> alkyl, CF<sub>3</sub> or CH<sub>2</sub>CF<sub>3</sub>.

 $R^9$  is H or  $C_1$ - $C_2$  alkyl.

A is CH<sub>2</sub>, optionally substituted methyl;

B is CH<sub>2</sub>, optionally substituted with methyl;

X is N or CH.

- 5 35. A compound according to claim 29, wherein
  - R<sup>5</sup> is C<sub>1</sub>-C<sub>2</sub> arylalkyl, C<sub>1</sub>-C<sub>2</sub> heteroarylalkyl, C<sub>3</sub>-C<sub>4</sub> arylcycloalkyl, or C<sub>3</sub>-C<sub>4</sub> heteroarylcycloalkyl, where aryl is phenyl or naphthyl, and heteroaryl is 2-, 3-, or 4-pyridyl, 2-, 4- or 5 pyrimidinyl, triazinyl, 1-, 2- or 4-imidazolyl, 2-, 4-, or 5-oxazolyl, isoxazolyl, indolyl, pyrazolyl, quinolyl, isoquinolyl, 2-, 4-, or. 5-thiazolyl, benzothiadiazolyl, 1-, 3- or 4 pyrazolyl, 1-, 3- or 4-triazolyl, 2-triazinyl, 2-pyr, zinyl, 2-, or 3-furanyl, 2-, or 3-thienyl, 2-, or 3-benzothienyl, or 1-, 2- or 5-tetrazolyl, each of which is optionally substituted with 1 to 3 substituents independently selected at each occurrence from C<sub>1</sub>-C<sub>3</sub> alkyl, C<sub>3</sub>-C<sub>6</sub> cycloalkyl, C<sub>3</sub>-C<sub>6</sub> cycloalkenyl, (C<sub>3</sub>-C<sub>6</sub> cycloalkyl) C<sub>1</sub>-C<sub>2</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkenyl, F, Cl, C<sub>1</sub>-C<sub>2</sub> fluoroalkyl, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>, C<sub>1</sub>-C<sub>2</sub> alkyl-NR<sup>8</sup>R<sup>9</sup> or CN.
  - 36. A compound according to claim 35, wherein
  - R<sup>5</sup> is phenethyl, pyridinylethyl, or 2-tetrahydonaphthylenyl, each of which is optionally substituted with 1 to 2 substituents independently selected at each occurrence from C<sub>1</sub>-C<sub>2</sub> alkyl, F, Cl, CF<sub>3</sub>, OR<sup>7</sup>, NR<sup>8</sup>R<sup>9</sup>.

R<sup>7</sup> is H, C<sub>1</sub>-C<sub>2</sub> alkyl, CF<sub>3</sub> or CH<sub>2</sub>CF<sub>3</sub>.

R<sup>8</sup> is H, C<sub>1</sub>-C<sub>2</sub> alkyl, CF<sub>3</sub> or CH<sub>2</sub>CF<sub>3</sub>.

 $R^9$  is H or  $C_1$ - $C_2$  alkyl.

A is CH, optionally substituted with methyl;

B is CH<sub>2</sub>, optionally substituted with methyl;

X is N or CH.

37. A compound according to claim 28, where the structure is [3-(2,6-dichloro-4-methoxy-phenyl)-2, 5-dimethyl-pyrazolo [1,5-a]pyrimidin-7-yl]-(6-methyl-piperidin-2-ylmethyl)-amine.

30

- N-{2-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-5 7-ylamino]-ethyl}-N'-methyl-cyclohexane-1,4-diamine; N-{2-[3-(2,6-dichloro-4 methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-ylamino]-ethyl}-N'-ethylcyclohexane-1,4-diamine;
- 10 N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethylpyrazolo[1,5-a]pyrimidin-7-yl]-N'-(4-morpholin-4-yl-cyclohexyl)-ethane-1,2-diamine; 4-{2-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-The state of the s ylamino]-ethylaminol}-cyclohexanol;
  - 3-{2-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-

dimethyl-pyrazolo[1,5-a]pyrimidin-7-ylamino]-ethylamino}-propane-1,2-diol;

N-{2-[3(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo [1,5-a]pyrimidin-7-ylamino]ethyl}-N'-isobutyl-cyclohexane-1,4-diamine;

N-{2-[3-(2,6-dichloro-4-methoxy-phenyl)-

2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-ylamino]-ethyl}-N'-isobutyl-cyclohexane-1,4diamine;

4-{2-[3-(2,6-dichloro-4-ethoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-

7-ylamino]-1-methyl-ethylamino}-cyclohexanol;

2-{2-[3-(2,6-dichloro-4-ethoxy-phenyl)-

2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-ylamino]-ethylamino}-cyclohexanol;

25 N-[3-(2,6-dichloro-4-methoxy-phenyl)-2, 5-dimethyl-pyrazo to [1,5-a]pyrimidin-7-yl]-N'-(4, 4,4-trifluoro-butyl)-ethane-1,2-diamine;

N-[3-(2,6-dichloro-4-ethoxy-phenyl)-2,5-dimethyl-

pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(2,2,2-trifluoro-ethyl)-ethane-1,2-diamine;

N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(2-

30 trifluoromethyl-cyclohexyl)-ethane-1,2-diamine;

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N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo
      [1,5-a]pyrimidin-7-yl]-N'-(4-trifluoromethyl-cyclohexyl)-ethane
      1.2-diamine:
     N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-
5
     a]pyrimidin-7-yl]-N'-(2,2-difluoro-ethyl)-ethane-1,2-diamine;
     N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo
      [1,5-a]pyrimidin-7-yl]-N'-(2-fluoro-1-methyl-ethyl)-ethane-1,2-diamine;
      N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazoto
                                                                                              [1,
      5-a]pyrimidin-7-yl]-N'-(2-fluoro-cyclohexyl)-ethane-1,2-diamine.
10
             A compound of claim 32, where the compound is selected from the group consisting of
      N-[3-(2,6-dichloro-phenyl)-2,5-dimethyl-
      pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(tetrahydro-pyran-4-yl)-ethane-1,2-diamine; N-[3-(2,4-
      dichloro-6-methoxy-phenyl)-2,5-dimethyl-pyrazolo
                                                             1,5-alpyrimidin-7-yll-N'-(tetrahydro-
      pyran-4-yl)-ethane-1,2-diamine;
                                             N-[3-(2,6-dichlork)-4-methoxy-phenyl)-2,5-dimethyl-
      pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(tetrahydro-pyran-4-yl)-ethane-1,2-diamine;
      6-Dichloro-phenyl)-2,
                               5-dimethyl-pyrazo
                                                    to
                                                          [1,5-a]pyrimidin-7-yl]-N2&-(tetrahydro-
      pyran-4-yl)-propane-1,2-diamine;
                                              N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-
      pyrazolo [1,5-a]pyrimidin-7-yl]-N'-(2-methyl-tetrahydro-furan-3-yl)-ethane-1,2-diamine;
      N-[3-(2,6-dichloro-4-ethoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-
      (tetrahydro-pyran-4-yl)-ethane-1,2-diamine;
                                                               3,5-dichloro-4-{2,5-dimethyl-7-[2-
      (tetrahydro-pyran-4-ylamino)-ethylamino]-pyrazolo [1,5-a]pyrimidin-3-yl}-benzonitrile;
      N-[3-(2,6-dichloro-4-propoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-
      (tetrahydro-pyran-4-yl)-ethane-1,2-diamine;
                                                             2-(3,5-dichloro-4-(2,5-dimethyl-7-[2-
25
      (tetrahydro-pyran-4-ylamino)-ethylamino]-pyrazolo
                                                                  [1,5-a]pyrimidin-3-yl}-phenyl)-
      propan-2-ol;
                         N-[3-(2,6-dichloro-4-cyclopent-l-enyl-phenyl)-2,5-dimethyl-pyrazolo[1,5-
      a]pyrimidin-7-yl]-N'-(tetrahydro-pyran-4-yl)-ethane-1,2-diamine;
                                                                            N-[8-(2,6-dichloro-4-
      ethoxy-phenyl)-2, 7-dimethyl-pyrazolo [1,5-a] [1,3,5]triazin-4-yl]-N'-(tetrahydro-pyran-4-
      yl)-ethane-1,2-diamine;
                                           (3.5-dichloro-4-(2,5-dimethyl-7-[2-(tetrahydro-pyran-4-
30
      ylamino)-ethylamino]-pyrazolo[1,5-a]pyrimidin-3-yl}-phenyl)-methanol;
      dichloro-4-ethoxy-phenyl)-2,5-dimethyl-pyrazolo
                                                          [1,5-a]pyrimidin-7-yl]-N'-(2-methyl-
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tetrahydro-furan-3-yl)-ethane-1,2-diamine;
                                                       N-[5-tert-butyl-3-(2,6-dichloro-4-methoxy-
     phenyl)-2-methyl-pyrazolo
                                      [1,5-a]pyrimidin-7-yl]-N'-(tetrahydro-pyran-4-yl)-ethane-1,2-
                               N-[3-(2,6-dichloro-4-ethoxy-phenyl)-5-ethyl-2-methyl-pyrazolo[1,5-
      diamine;
      a]pyrimidin-7-yl]-N'-(tetrahydro-pyran-4-yl)-ethane-1,2-diamine;
                                                                           N-cyclohex-3-enyl-N'-
     [3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-ethane-
 5
                            N-cyclohex-3-enyl-N'-[8-(2,6-dichloro-4-ethoxy-phenyl)-2,7-dimethyl-
      1.2-diamine:
     pyrazolo[1,5-a][1,3,5]triazin-4-yl]-ethane-1,2-diamine;
                                                                   N-cyclopent-3-enyl-N'-[3-(2,6-
      dichloro-4-methoxy-phenyl)-2.5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-ethane-1,2-diamine.
10
      40.
            A compound of Claim 34 where the structure is selected from the group consisting of
                                                          pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(1-ethyl-piperidin-
      N-[3-(2,6-dichloro-phenyl)-2,5-dimethyl
      5-a|pyrimidin-7-yl]-N'-(2,2, 6, 6-tetramethyl-piperidin-4-yl)-ethane-1,2diamine;
N-[3-(2,6-dichloro-phenyl)-2,5-dimethyi-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-19
      piperidin-4-yl-ethane-1,2-diamine;
      N-[3-(2,6-dichloro-phenyl)-2,5-dimethyl-
      pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(1-ethyl-piperidin-3-yl)-ethane-1,2-diamine;
      N-(1benzyl-pyrrolidin-3-yl)-N'-[3-(2,6-dichloro-phenyl)-2,5-dimethyl-pyrazolo [1,5-
      a]pyrimidin-7-yl]-ethane-1,2-diamine;
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N-[3-(2,6-dichloro-phenyl)-2,5-dimethyl-

pyrazolo[1,5-a]pyrimidin-7-yl]-N'-pyrimidin-2-yl-ethane-1,2-diamine;

N-(1-benzylpiperidin-4-yl)-N'-[3-(2,4-dichloro-6-methoxy-phenyl)-2,5-dimethyl-pyrazolo [ 1,5-alpyrimidin-7-yl]-ethane-1,2-diamine;

N-(1-benzyl-piperidin-4-yl)-N'-[3-(2,6-dichloro-4-

methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-ethane-1,2-diamine;

- 25 N-[3(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(1methyl-piperidin-4-yl)-ethane-1,2-diamine;
  - N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5 dimethyl-pyrazolo [
  - 1,5-a]pyrimidin-7-yl]-N'-(1-ethyl-piperidin-4-yl)-ethane-1,2-di amine;
  - N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-
- 30 (1-isopropyl-piperidin-4-yl)-ethane-1,2-diamine;

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1,5-a]pyrimidin-7-yl]-N'-(2,2,6,6-tetramethyl-piperidin-4-yl)ethane-1,2-diamine;
     N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-
      a]pyrimidin-7-yl]-N'-(1-ethyl-piperidin-3-yl)-ethane-1,2-diamine;
     N-[3-(2,6-dichloro-4methoxy-phenyl)-2, 5-dimethyl-pyrazo to [1,5-a] pyrimidin-7-yl]
      -N'-piperidin-4-yl-ethane1,2-diamine;
      N<sup>2</sup>-(1-Benzyl-piperidin-4-yl)-N'-[3-(2,6-dichloro-phenyl)-
      2,5-dimethyl-pyrazolo[1,5-ajpyrimidin-7-yl]-propane-1,2-diamine;
      N-[3-(2,6-Dichloro-4-
      methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(1-pyridin-3-ylmethyl-
10
      piperidin-4-yl)-ethane-1,2-diamine;
      N-[3-(2,6-Dichloro-4-methoxyphenyl)-2,5-dimethyl-pyrazolo[
1,5-a|pyrimidin-7-yl]-N'-(1-pyridin-4-ylmethyl-piperidin4-yl)-ethane-1,2-diamine;
      3,5-Dichloro-4-12,5-dimethyl-7-[2-(1-phenyl-
      pyrrolidin-3-ylamino)-ethylamino]-pyrazolo[1,5-a]pyrimidin-3-yl]-phenol;
      N-[3-(2,6-
      25dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(1-pyridin-
      2-ylmethyl-piperidin-4-yl)-ethane-1,2-diamine;
      3,5-dichloro-4-(2,5-dimethyl-7-[2-(1-
      pyrimidin-2-yl-piperidin-4-ylamino)-ethylamino]-pyrazolo [1, 5-a]pyrimidin-3-yl}-
      benzonitrile;
      N-[3-(2,6-dichloro-4-ethoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5
      a|pyrimidin-7-yl|-N'-(1-pyrimidin-2-yl-piperidin-4-yl)-ethane-1,2-diamine;
      N-[3-(2,6dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(1-
25
      pyrimidin-2-yl-piperidin-4-yl)-ethane-1,2-diamine;
      N-(1-benzyl-piperidin-4-yl)-N'-[3(2,6-dichloro-4-ethoxy-phenyl)-2,5-dimethyl-pyrazolo [
      1,5-a|pyrimidin-7-yl]-ethane-1,2-diamine;
      N-[3-(2,6-dichloro-phenyl)-5-ethyl-2-methyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-
      (1-pyrimidin-2-yl-piperidin-4-yl)-ethane-1,2-diamine;
30
      N-[3-(2,6-dichloro-phenyl)-5isopropyl-2-methyl-pyrazoto [1,
      5-a]pyrimidin-7-yl]-N'-(1-pyrimidin-2-yl-piperidin-4-yl)ethane-1,2-diamine;
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N-[3-(2,6-dichloro-4-methoxy-phenyl)2,5-dimethyl-pyrazolo

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din-2-yl-piperidin-4-yl)-ethane-1,2-diamine;
      N'-[3-(2,6-
      dichloro-4-ethoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N<sup>2</sup>-(1-pyrimidin-
 5
      2-yl-piperidin-4-yl)-propane-1,2-diamine;
      N'-[3-(2,6-dichloro-4-methoxy-phenyl)-5isopropyl-2-methyl-pyrazoto [1,
      5-a]pyrimidin-7-yl]-N<sup>2</sup>-(1-pyrimidin-2-yl-piperidin-4-yl)propane-1,2-diamine;
      N-[3-(2,6-dichloro-4-methoxy-phenyl)-5-ethyl-2-methylpyrazoto [1,5-a]
      pyrimidin-7-yl]-N'-(1-pyrimidin-2-yl-piperidin-4-yl)-ethane-1,2-diamine;
10
      N'-[3-(2,6-dichloro-4-methoxy-phenyl)-2-methyl-5-propyl-pyrazolo[1,5-a]pyrimidin-7-
      yl]-N<sup>2</sup>-(1-pyrimidin-2-yl-piperidin-4-yl)-propane-1,2-diamine;
      N'-[3-(2,6-dichloro-4methoxy-phenyl)-5-ethyl-2-methyl-pyrazoto [1,
5-a]pyrimidin-7-yl]-N<sup>2</sup>-(1-pyrimidin-2-ylpiperidin-4-yl)-propane-1,2-diamine;
      N-[3-(2,6-dichloro-phenyl)-2-methyl-5-propylpyrazoto [1,5]
      -a|pyrimidin-7-yl]-N'-(1-pyrimidin-2-yl-pip eridin-4-yl)-ethane-1,2-diamine;
      N'-[3-(2,6-dichloro-phenyl)-2-methyl-5-propyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N<sup>2</sup>-(1-
      pyrimidin-2-yl-piperidin-4-yl)-propane-1,2-diamine;
      N'-[3-(2,6-dichloro-phenyl)-5-ethyl 2-methyl-pyrazolo[
      1,5-a|pyrimidin-7-yl]-N<sup>2</sup>-(1-pyrimidin-2-yl-piperidin-4-yl)-propane1,2-diamine;
      N-[5-ethyl-2-methyl-3-(2,4,6-trimethyl-phenyl)-pyrazolo[1,5-a]pyrimidin-7-
      yl]-N'-(1-pyrimidin-2-yl-piperidin-4-yl)-ethane-1,2-diamine;
       N'-[5-ethyl-2-methyl-3-
      (2,4,6-trimethyl-phenyl)-pyrazolo[1,5-a]pyrimidin-7-yl]-N<sup>2</sup>-(1-pyrimidin-2-yl-piperidin-
      4-yl)-propane-1,2-diamine; N-[3-(2,6dichloro-4-ethynyl-phenyl)-2,5-dimethylpyrazolo [
25
      1,5-a]pyrimidin-7-yl]-N'-(1-pyrimidin-2-yl-piperidin-4-yl)-ethane-1,2-diamine;
      N-[2-methyl-5 -propyl-3 -(2,4, 6-trimethyl-phenyl)-pyrazo to [1, 5-a]pyrimidin-7-yl]-N'-(1
      pyrimidin-2-yl-piperidin-4-yl)-ethane-1,2-diamine;
      N-[2,5-dimethyl-3-(2,4,6-trimethylphenyl)-pyrazolo [
      1,5-a]pyrimidin-7-yl]-N'-(1-pyrimidin-2-yl-piperidin-4-yl)-ethane-1,2-diamine;
      N'-[3-(2,6-Dimethyl-phenyl)-5-ethyl-2-methyl-pyrazolo[1,5-a]pyrimidin-7-yl]-
30
      N'-(1-pyrimidin-2-yl-piperidin-4-yl)-propane-1,2-diamine;
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N-[3-(2,4-dichloro-phenyl)-5-isopropyl-2-methyl-pyrazolo[1,5a]pyrimidin-7-yl]-N'-(1-pyrimi

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2-methyl-5-propyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(1-pyrimidin-2-yl-piperidin-4-yl)-
     ethane-1,2-diamine;
     N'-[3-(2,6-Dimethyl-phenyl)-2-methyl-5-propyl-pyrazolo[1,5-
     a]pyrimidin-7-yl]-NZ-(1-pyrimidin-2-yl-piperidin-4-yl)-propane-1,2-diamine;
5
     N'-[3-(2,6dimethyl-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-
     N<sup>2</sup>-(1-pyrimidin-2-ylpiperidin-4-yl)-propane-1,2-diamine;
     N-[3-(2,4-dimethyl-phenyl)-5-ethyl-2-methyl-
     pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(1-pyrimidin-2-yl-piperidin-4-yl)-ethane-1,2-diamine;
10
     N-[3-(2,4-dimethyl-phenyl)-2-methyl-5-propyl-pyrazolo [1,5-a]pyrimidin-7-yl]-N'-(1-
     pyrimidin-2-yl-piperidin-4-yl)-ethane-1,2-diamine; and
      1-[4-(1-{[3-(2,6-dichloro-4-methoxyphenyl)-2,5-dimethyl-pyrazolo [ 1,
5-a]pyrimidin-7-ylamino ]-methyl ] -propylamino )piperidin-1-yl]-ethanone.
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                   A compound of Claim 37 where the structure is selected from the group
                   consisting of
      N-[2,5-dimethyl-3-(2,4,6-trimethylphenyl)-pyrazolo
      1,5-a|pyrimidin-7-yl]-N'-[2-(4-methoxy-phenyl)-ethyl]-ethane-1,2diamine;
      N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-
      7-yl]-N'-[2-(4-methoxy-phenyl)-ethyl]-ethane-1,2-diamine;
      N-[3-(2,6-dichloro-4-
      methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-[2-(3-ethoxy-4-
      methoxy-phenyl)-ethyl]-ethane-1,2-diamine;
      N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-
      dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-[2-(4-ethoxy-3-methoxy-phenyl)-ethyl]-
      ethane-1,2-diamine;N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,a]pyrimid
25
      in-7-vl]-N'-(1,2,3,4-tetrahydro-naphthalen-2-vl)-ethane-1,2-diamine;
      N-[3-(2,6-
      dichloro-4-methoxy-phenyl)-2,5-dimethyl-pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(2-pyridin-
      2-yl-ethyl)-ethane-1,2-diamine;
      N-[3-(2,6-dichloro-4-methoxy-phenyl)-2,5-dimethyl-
30
      pyrazolo[1,5-a]pyrimidin-7-yl]-N'-(2-pyridin-3-yl-ethyl)-ethane-1,2-diamine; and
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N-[3-(2,6-dimethyl-phenyl)-

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- A method of treating obesity comprising administering to a mammal in need of such treatment a therapeutically effective amount of a compound of claim 23 or 24 or a prodrug thereof or a pharmaceutically acceptable salt of said compound or of said prodrug.
  - 43. A method as recited in claim 42 wherein the amount of saod compound administered is about 0.01 mg/kg/day to about 50 mg/kg/day.
  - 44. A method as recited in claim 42 wherein the mammal is female or male human.
    - 45. A pharmaceutical composition which comprises a therapeutically effective amount of compound of claim 24 or a prodrug thereof or a pharmaceutically acceptable salt of said compound or of said prodrug and a pharmaceutically acceptable carrier, vehicle or diluent.
    - 46. A pharmaceutical composition for the treatment of obesity which comprises a therapeutically effective amount of compound of claim 24 or a prodrug thereof or a pharmaceutically acceptable salt of said compound or of said prodrug and a pharmaceutically acceptable carrier, vehicle or diluent.
    - 47. A pharmaceutical combination composition comprising a therapeutically effective amount of a composition comprising: (a) first compound, said first compound being a compound of claim 24, a prodrug thereof, or a pharmaceutically acceptable salt of said compound or of said prodrug; and (b) a second compound, said second compound being a gonist, a thyromimetic, an eating behavior modifying agent or a NPY antagonist; and a pharmaceutical carrier, vehicle, diluent.
    - 48. A method of treating obesity comprising administering to a mammal in need of such treatment: (a) first compound, said first compound being a compound of claim 24, a prodrug thereof, or a pharmaceutically acceptable salt of said compound or of said prodrug; and (b) a second compound, said second compound being a  $\beta_3$  agonist, a thyromimetic, an eating behavior modifying agent or a NPY antagonist; and a

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- 49. A kit comprising: (a) first compound, said first compound being a compound of claim 24 or 25, a prodrug thereof, or a pharmaceutically acceptable salt of said compound or of said prodrug; (b) a second compound, said second compound being a β<sub>3</sub> agonist, a thyromimetic, an eating behavior modifying agent or a NPY antagonist; and a pharmaceutical carrier, vehicle, diluent; and (c) means for containing said first and second unit dosage forms wherein the amounts of the first and second compounds result 10 in a therapeutic effect,
  - 50. A pharmaceutical combination composition comprising a therapeutically effective amount of a composition comprising (a) first compound, said first compound being a compound of claim 23 or 24, a prodrug thereof, or a pharmaceutically acceptable salt of said compound or of said prodrug; (b) a second compound, said second compound being an aldose reductase inhibitor, a glycogen phosphorylase inhibitor, a sorbitol dehydrogenase inhibitor, insulin metformin, acarbose, a thiazolidinedione, a glitazone, rezulin, trogitalazone, a sulfonylurea, glipazide, glyburide, or chlorpropamide; (c) a pharmaceutical carrier, vehicle, or diluent.
  - A pharmaceutical composition according to claim 24 for the treatment of 51. disorders or disease states caused by eating disorders, of obesity, bulimia nervosa, diabetes, dislipidemia, hypertension, memory loss, epileptic seizures, migraine, sleep disorders, pain, sexual/reproductive disorders, depression, anxiety, cerebral hemorrhage, shock, congestive heart failure, nasal congestion or diarrhea.
  - A method of selectively inhibiting binding of NPY, receptors, which comprises 52 contacting a compound of claim 1 with neuronal cells, wherein the compound is present in an amount effective to produce a concentration sufficient to selectively inhibit binding of NPY peptides to NPY<sub>1</sub> receptors in vitro.